

NOTICE OF ASSIGNMENT OF CLAIM

MTM DE MEXICO; a(n) Texcs (State of Incorporation) Corporation, its successors and assigns ("Assignor"), for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, does hereby absolutely and unconditionally sell, transfer and assign unto AMROC INVESTMENTS, LLC, a New York limited liability company, its successors and assigns ("Assignee") all rights, title and interest in and to the claim(s) of Assignor in the principal amount of \$32987.48 (**proof of claim amount**, defined as the "Claim") against DELPHI AUTOMOTIVE SYSTEMS LLC (the "Debtor") together with interest, if any, in the United States Bankruptcy Court, Southern District of New York, or any other court with jurisdiction over the Proceedings (the "Court"), Administered at Case No. 05-44640 defined as the "Proceedings").

Assignor hereby waives any notice or hearing requirements imposed by Rule 3001 of the Bankruptcy Rules, and stipulates that an order may be entered recognizing this assignment of Claim as an unconditional assignment and the Assignee herein as the valid owner of the Claim.

IN WITNESS WHEREOF, the undersigned has duly executed this Agreement by its duly authorized representative dated the 10 day of April, 2006.

COMPANY

Company Name: MTM de Mexico Industri SA de C.V.

Signature of Officer: Alex Munoz

Print Name & Title: Alex Munoz Operations Director

Telephone Number: 915 726 5184

Email Address: Alexmunoz@Prodigy.net.mx

Witness Signature: Jesús Torres

Print Name of Witness: Jesús Torres

EXHIBIT "A"